

MINUTES

**Board of Directors of the
Houston Ship Channel Security District**

**Houston, Texas
June 12, 2012**

The special meeting of the Board of Directors ("Board") of the Houston Ship Channel Security District ("District") was convened on June 12, 2012 at 1:00 p.m. The meeting was held open to the public at 1300 Post Oak Blvd., Suite 1400, Houston, Texas 77056, in accordance with the duly posted Notice of Special Meeting. The roll was called of the officers and members of the Board, as follows:

Lewis A. Brown
Clayton Curtis, Treasurer
Richard Henderson
Charles (Chuck) King
Jake Leavins
Robin Riley, Chair
Gary Scheibe
Tom Schroeter, Secretary
Mike Stewart – Assistant Secretary
Steve Stewart
Ray Yellig, Vice Chair

and all of said persons were present except for Director Curtis, Director Henderson and Director King. Director Leavins arrived later in the meeting, as reflected in these minutes. Also present was Daniel Ringold of Schwartz, Page & Harding, LLP ("SPH"), counsel for the District.

Item 1: - Call to Order

The meeting was called to order at 1.05 p.m. by Chair Riley.

Item 2: - Appearances

Chair Riley asked if anybody wished to address the Board. Nobody wished to do so.

Item 3: - Review and discussion of proposals and receipt of presentations for development of a strategic plan for the District and the taking of any action in connection therewith.

The Board invited representatives of ABS Consulting to provide a presentation to the Board relative to their proposal to develop a strategic plan for the District. Following such presentation, members of the Board asked various questions regarding ABS Consulting and its proposal, to which the ABS representatives responded. The ABS representatives then exited the meeting. Director Leavins entered the meeting during the ABS presentation.

The Board next invited representatives of The Chertoff Group/AcuTech team to provide a presentation to the Board relative to their proposal to develop a strategic plan for the District. A question and answer session ensued following the presentation. Following same, The Chertoff Group/AcuTech representatives exited the meeting.

Representatives of L3-MPRI next entered the meeting and provided a presentation of their proposal for development of a strategic plan for the District. After responding to various questions from the Board relative to their proposal, the L3-MPRI representatives excused themselves from the meeting.

The Board further discussed the written proposals and presentations received in response to the Request For Proposals for development of a strategic plan for the District. No action thereon was taken.

There being no further business to come before the Board, the meeting was adjourned.

The next regularly scheduled meeting of the Houston Ship Channel Security District Board of Directors is Tuesday, August 14, 2012, at West Gulf Coast Maritime Association at 2:00 p.m.

The above is a correct copy of the Minutes of the July 10, 2012 meeting of the Board of Directors of the Houston Ship Channel Security District.



Robin Riley, Chair

ATTEST:



Thomas G. Schroeter, Secretary